

**DAVIS POLK & WARDWELL LLP**

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Karen E. Wagner  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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:  
**In re:** :  
: **Chapter 11 Case No.**  
:  
**LEHMAN BROTHERS** : **08-13555 (JMP)**  
**HOLDINGS INC., et al.,** :  
: **(Jointly Administered)**  
:  
**Debtors.** :  
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**FIFTH AMENDED VERIFIED STATEMENT OF  
DAVIS POLK & WARDWELL LLP PURSUANT TO  
FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019(a)**

Davis Polk & Wardwell LLP (“**Davis Polk**”) hereby submits this amended verified statement (the “**Amended Verified Statement**”) pursuant to Federal Rule of Bankruptcy Procedure 2019(a) in connection with the above-captioned chapter 11 cases (the “**Cases**”) of Lehman Brothers Holdings Inc. and its debtor affiliates (together, the “**Debtors**”) and respectfully states as follows:

1. Davis Polk represents in the Cases the creditors listed on Exhibit A hereto and certain other entities that are creditors of one or more of the Debtors (together, the “**Represented Parties**”). Those Represented Parties that are not listed on Exhibit A include entities that have not yet determined to appear in the Cases and/or have sought from Davis Polk general advice regarding the Cases. Davis Polk will supplement this statement as necessary.

2. Each of the Represented Parties may hold, whether directly or indirectly, claims against and/or interests in certain of the Debtors arising out of agreements with certain of the Debtors, in law or equity. The specific nature and

amount of these claims and/or interests have not yet been finally determined and may be set forth in proofs of claim or interest filed or to be filed in the Cases.

3. Each of the Represented Parties separately requested that Davis Polk represent them in connection with the Cases.

4. Davis Polk has provided, and may continue to provide, certain legal services to certain of the Debtors. With respect to these services, Davis Polk has prepetition and may have post-petition claims against the Debtors. Davis Polk has not purchased, sold or otherwise transferred any claims against the Debtors.

5. The undersigned hereby certifies that this Amended Verified Statement is true and accurate, to the best of the undersigned's knowledge and belief. Davis Polk reserves the right to revise and supplement this statement.

Dated: New York, New York  
July 1, 2010

By: /s/ Marshall S. Huebner

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Brian M. Resnick

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**EXHIBIT A**

1. The Joint Administrators of the  
Lehman European Group Administration Companies<sup>1</sup>  
Level 23  
25 Canada Square  
London  
E14 5LQ  
United Kingdom
2. Natixis ABM LLC  
1251 Avenue of the Americas, 34th Floor  
New York, New York 10020
3. Natixis Securities  
47 quai d'Austerlitz  
75648 Paris cedex 13  
FRANCE
4. Banque Privée 1818  
50 Avenue Montaigne  
75008, Paris  
France
5. Assurances Banque Populaire Vie  
115 rue Réaumur  
CS 40230 - 75086  
PARIS CEDEX 02  
FRANCE
6. Natixis  
30, avenue Pierre Mendes-France  
75013 Paris  
France
7. Natixis Bleichroeder Inc.  
810 Seventh Avenue, 18th Floor  
New York, NY 10019  
United States of America

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<sup>1</sup> The Lehman European Group Administration Companies include Lehman Brothers International (Europe) and the other Lehman group companies in administration proceedings in the UK to which partners of PricewaterhouseCoopers LLP are appointed as Joint Administrators.

8. Natixis Financial Products Inc.  
9 West 57th Street, 15th Floor  
New York, NY 10019  
United States of America
9. Legal & General Finance Plc  
One Coleman Street  
London, EC2R 5AA  
United Kingdom
10. Legal & General Protected Investments Plc  
1 Grand Canal Square  
Grand Canal Harbour  
Dublin 2  
Ireland
11. Mediolanum International Life Limited  
Block B  
Iona Building  
Shelbourne Road  
Dublin 4  
Ireland
12. EKT Holding AG  
Bahnhofstrasse 37  
CH – 9320 Arbon  
Switzerland
13. Banque de Luxembourg  
14 Boulevard Royal  
L-2449 Luxembourg  
Grand Duchy of Luxembourg
14. Lupus alpha Kapitalanlagegesellschaft mbH  
Speicherstraße 49-51  
60327 Frankfurt am Main  
Germany
15. ICICI Bank Limited  
ICICI Bank Towers  
Bandra Kurla Complex  
Mumbai-400051  
India
16. International Finance Corporation  
2121 Pennsylvania Avenue, N.W.  
Washington, D.C. 20433

17. Bank Julius Baer & Co. Ltd.  
Bahnhofstrasse 36  
8001 Zürich  
Switzerland
18. Appleby Trust (Jersey) Limited  
as Trustee of the Diageo No. Employees' Benefit Trust  
P.O. Box 207  
St. Helier, Jersey, C.I.  
JE1 1BD
19. International Bank for Reconstruction and Development  
1818 H Street, N.W., MSN MC7-706  
Washington, DC 20433
20. Silver Point Capital Offshore Fund, Ltd.  
Two Greenwich Plaza, First Floor  
Greenwich, CT 06830
21. Silver Point Capital Fund, Ltd.  
Two Greenwich Plaza, First Floor  
Greenwich, CT 06830